

**FOR IMMEDIATE RELEASE****AGREE REALTY CORPORATION ANNOUNCES EXERCISE OF UNDERWRITERS'  
OVERALLOTMENT OPTION AND SUBSEQUENT CLOSING OF PUBLIC OFFERING OF  
COMMON STOCK**

**Bloomfield Hills, MI, May 10, 2016** -- Agree Realty Corporation (NYSE: ADC) (the "Company") today announced that it has completed its follow-on public offering of 2,875,000 shares of common stock, which includes the underwriters' full exercise of their option to purchase additional shares. Total net proceeds, after deducting the underwriting discount and offering expenses, are anticipated to be approximately \$109.6 million.

The Company intends to use the net proceeds of the offering to reduce amounts outstanding under its revolving credit facility, to fund property acquisitions and development activity, for working capital and for general corporate purposes.

Raymond James, Jefferies and Wells Fargo Securities acted as joint book-running managers. Baird, Stifel and Janney Montgomery Scott served as senior co-managers, and BTIG, Capital One Securities, Ladenburg Thalmann and Wunderlich served as co-managers for the offering.

A registration statement relating to the securities has been filed with the U.S. Securities and Exchange Commission and has become effective under the Securities Act of 1933, as amended. The offering of the securities was made only by means of a prospectus supplement and accompanying prospectus, which are on file with the Securities and Exchange Commission. This press release shall not constitute an offer to sell or the solicitation of an offer to buy any securities nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction.

Copies of the prospectus and prospectus supplement for this offering may be obtained by contacting Raymond James, 880 Carillon Parkway, St. Petersburg, Florida 33716 or by email at [prospectus@raymondjames.com](mailto:prospectus@raymondjames.com) or by telephone at (800) 248-8863, by contacting Jefferies LLC, Attention: Equity Syndicate Prospectus Department, 520 Madison Avenue, 2nd Floor, New York, New York 10022 or by email at [Prospectus\\_Department@Jefferies.com](mailto:Prospectus_Department@Jefferies.com) or by telephone at (877) 821-7388 or by contacting Wells Fargo Securities, Attention: Equity Syndicate Dept., 375 Park Avenue, New York, New York 10152 or by email at [cmclientsupport@wellsfargo.com](mailto:cmclientsupport@wellsfargo.com) or by telephone at (800) 326-5897.

**About Agree Realty Corporation**

Agree Realty Corporation is primarily engaged in the acquisition and development of properties net leased to industry-leading retail tenants. The Company currently owns and operates a portfolio of 302 properties, located in 42 states and containing approximately 5.5 million square feet of gross leasable space. The common stock of Agree Realty Corporation is listed on the New York Stock Exchange under the symbol "ADC".

**Forward-Looking Statements**

*This press release contains forward-looking statements within the meaning of the federal securities laws, including statements about the terms and size of the offering and the intended use of proceeds from the offering, that represent the Company's expectations and projections for the future. No assurance can be given that the offering discussed above will be completed on the terms described or at all or that the net proceeds of the offering will be used as indicated. Although these forward-looking statements are based on good faith beliefs, reasonable assumptions and the Company's best judgment reflecting current information, certain factors could occur that might cause actual results to vary, including, but not limited to, deterioration in national economic conditions, weakening of real estate markets, decreases in the availability of credit, increases in interest rates, adverse changes in the retail industry, our continuing ability to qualify as a REIT and other factors discussed*

*in the Company's reports filed with the SEC. Except as required by law, the Company assumes no obligation to update these forward-looking statements, even if new information becomes available in the future.*

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